

## **EXHIBIT A**

**PEABODY & ARNOLD LLP**  
COUNSELLORS AT LAW

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BOSTON, MA PROVIDENCE, RI

MATTHEW J. GRIFFIN  
[617] 951.2009  
mjgriffin@peabodyarnold.com

May 3, 2005

Laurence M. Johnson, Esq.  
Davis Malm & D'Agostine P.C.  
One Boston Place  
Boston, MA 02108

Re: Vantage Financial Services Inc. v. Nonprofit Service Group and George E. Miller  
Civil Action No. 04-11686-WGY

Dear Larry:

In follow up to Judge Young's order on defendants' motion to compel, I would like to confirm that your client will be producing the following categories of documents in their next wave of production:

**1. Financial Records**

Defendants' First Request for Production of Documents sought the production of all financial information relating to the Shriners fund raising contract. Judge Young has ordered the production of this material. Among other items, defendants are interested in reviewing Vantage's "handicap reports" for the Shriners mailing programs, all mailing lists used for the Shriners program, and any other documentation relating to contributions or costs under the Shriners program.

**2. Deposition Transcripts from the Underlying Litigation:**

As you indicated to Rick Nahigian, you will make these transcripts available for our review. This includes, among others, the depositions of Harry Melikian, Lawrence Lyon, Henry Lewis, Jay Gelb, Dallas Graves and Mary Lou Newman.

**3. Minutes of Company Meetings:**

As indicated in Judge Young's order, Vantage is to produce redacted minutes of company meetings.

**4. Legal Bills and Other Documentation of Defense Costs:**

As discussed in defendants' motion to compel, these documents are necessary to substantiate Vantage's claims for defense costs expended in the underlying action.

**PEABODY & ARNOLD LLP**

Laurence Johnson, Esq.

May 3, 2005

Page 2

I would appreciate it if the above-described documents could be given priority in any upcoming production by Vantage. Defendants anticipate that the production of these materials will aide the parties in scheduling and conducting depositions in the most efficient manner possible.

Obviously, the above list is not an exhaustive listing of the materials that Vantage has either been ordered to or has agreed to produce to defendants. Defendants expect that additional responsive materials will be produced by the end of the month.

As indicated in Vantage's submissions in opposition to defendants' motion to compel, defendants are also under the impression that Vantage will be providing supplemental answers to defendants' interrogatories. Please let me know if this assumption is incorrect so that defendants can specify which interrogatory answers they believe require supplementation in light of Judge Young's order on the motion to compel and the parties further discussions.

Thank you for your attention to this matter.

Very truly yours,

A handwritten signature in black ink, appearing to read "Matthew J. Griffin", with a stylized flourish extending to the right.

Matthew J. Griffin

MJG/ces  
613837\_1

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May 9, 2005

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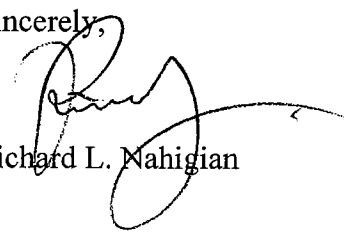
Re: Vantage Financial Services Inc. v. Nonprofit Service Group and George E. Miller  
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Dear Mr. Johnson:

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Thank you.

Sincerely,

  
Richard L. Nahigian

RLN/jh

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May 13, 2005

**Via Facsimile and First Class Mail**

Laurence M. Johnson, Esq.  
Davis Malm & D'Agostine P.C.  
One Boston Place  
Boston, MA 02108

Re: Vantage Financial Services Inc. v. Nonprofit Service Group and George E. Miller  
Civil Action No. 04-11686-WGY

Dear Mr. Johnson:

I received your May 11, 2005 letter. I am enclosing copies of Matt Griffin's May 3, 2005 letter and my May 3 and May 9, 2005 letters. As indicated in my May 9<sup>th</sup> letter, we are seeking production of all materials that Judge Young ordered plaintiff to produce. These materials are identified in defendants' Memorandum in Support of their Motion to Compel. The purpose of Mr. Griffin's letter was simply to request priority with respect to certain items. As indicated in his letter, the list was not intended to be exhaustive.

The specific categories of documents that were covered by Judge Young's Order are specified in pages 11 through 13 and 15, 17 and 18 of defendants' memorandum in support of its motion to compel. We anticipate that all of these documents will be produced subject to the limitations imposed by Judge Young's Order. To the extent that plaintiff has yet to produce certain documents that it agreed to produce in its original responses to the document requests, we expect those materials to be produced as well.

With respect to the corporate minutes, as I mentioned during our telephone conversation following Judge Young's order on the Motion to Compel, we are agreeable to production of the minutes subject to the limitations you proposed in your second affidavit in opposition to the Motion to Compel, as well as in your May 11<sup>th</sup> letter. This is also consistent with the proposal contained in defendant's memorandum in support of their motion to compel. I have no reservations about your office's involvement in the redaction effort.

Finally, I mentioned in my May 3<sup>rd</sup> letter that we would like to make Mr. Miller available in Boston for deposition in June. Before agreeing on a date, however, I would like to schedule your client's depositions, as those depositions were noticed several months ago.

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Very truly yours,

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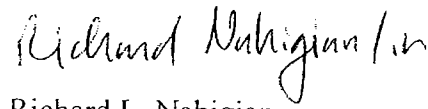
Dear Mr. Johnson:

Thank you for responding to defendants' Request for Admissions. I take it that plaintiff's response to Request to Admit No. 1 means that plaintiff will not contend that defendants must calculate and rely on "net profit" figures in connection with defendants' contention that plaintiff's net proceeds or profit from the Shriners fundraising program exceeded plaintiff's claimed expenses associated with litigating and settling the underlying qui tam action.

With respect to ongoing discovery, Mr. Griffin will address some of the written discovery issues in a separate letter. As far as depositions are concerned, Mr. Miller has agreed to come to Boston at his own expense for a deposition to be scheduled preferably in June. In the meantime, I would like to confirm firm dates for Mr. Melikian's deposition and the Rule 30(b)(6) deposition of the plaintiff. To the extent that your client maintains lines of communications to Mr. Lyon, please let me know whether you are in a position to facilitate the scheduling of his deposition as well. If not, please provide us with Mr. Lyon's new address and contact information, as it apparently differs from the information contained in plaintiff's initial disclosures.

Thank you.

Sincerely,

  
Richard L. Nahigian

RLN/jh



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May 9, 2005

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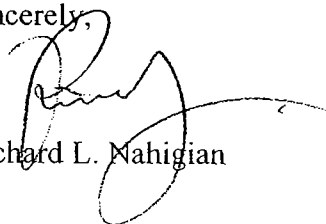
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DATE: May 13, 2005	NO. OF PAGES: 6	CLIENT/MATTER: 14794-90433

Please deliver to:

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Laurence M. Johnson, Esq.	Davis Malm & D'Agostine PC	617 523-6215	

**COMMENTS:**